

For Six Month Period Ending March 13, 1999
(Insert date)

I - REGISTRANT

1. (a) Name of Registrant (b) Registration No.

Sidley & Austin

3731

(c) Business Address(es) of Registrant (1) One First Nat'l Plaza, Chicago, IL 60603;
(2) 1722 I Street, N.W., Wash., D.C. 20006; (3) 875 3rd Ave., NY, NY 10022;
(4) 555 W. Fifth St., Los Angeles, CA 90067; (5) 717 N. Harwood, Dallas,
TX 75201.

2. Has there been a change in the information previously furnished in connection with the following:

- (a) If an individual:
- | | | |
|-----------------------|------------------------------|-----------------------------|
| (1) Residence address | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| (2) Citizenship | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| (3) Occupation | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
- (b) If an organization:
- | | | |
|--------------------------|------------------------------|--|
| (1) Name | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| (2) Ownership or control | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| (3) Branch offices | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
- (c) Explain fully all changes, if any, indicated in items (a) and (b) above.

IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4, AND 5(a).

3. If you have previously filed Exhibit C¹, state whether any changes therein have occurred during this 6 month reporting period.

Yes ☐ No ☒

If yes, have you filed an amendment to the Exhibit C? Yes ☐ No ☐

If no, please attach the required amendment.

¹ The Exhibit C, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, and by laws of a registrant that is an organization. (a waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Attorney General, Criminal Division, Internal Security Section, U.S. Department of Justice, Washington, D.C. 20530.)

-
4. (a) Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period? Yes ☒ No ☐

If yes, furnish the following information:

Name	Position	Date Connection Ended
------	----------	-----------------------

SEE ATTACHMENT A

- (b) Have any persons become partners, officers, directors or similar officials during this 6 month reporting period? Yes ☒ No ☐

If yes, furnish the following information:

Name	Residence Address	Citizenship	Position	Date Assumed
------	----------------------	-------------	----------	-----------------

SEE ATTACHMENT B

-
5. (a) Has any person named in item 4(b) rendered services directly in furtherance of the interests of any foreign principal? Yes ☐ No ☒

If yes, identify each such person and describe his service.

- (b) Have any employee or individuals, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting? Yes ☐ No ☒

If yes, furnish the following information:

Name	Position or connection	Date terminated
------	------------------------	-----------------

- (c) During this six month reporting period, has the registrant hired as employees or in any other capacity, any persons who rendered or will render services to the registrant directly in furtherance of the interests of any foreign principal(s) in other than a clerical or secretarial, or in a related or similar capacity? Yes ☐ No ☒

If yes, furnish the following information:

Name	Residence Address	Citizenship	Position	Date Assumed
------	----------------------	-------------	----------	-----------------

-
6. Have short form registration statements been filed by all of the persons named in Items 5(a) and 5(c) of the supplemental statement? Yes ☐ No ☐

If no, list names of persons who have not filed the required statement.

II - FOREIGN PRINCIPAL

7. Has your connection with any foreign principal ended during this 6 month reporting period?

Yes ☐No ☒

If yes, furnish the following information:

Name of foreign principal

Date of termination

8. Have you acquired any new foreign principal² during this 6 month reporting period?

Yes ☐No ☒

If yes, furnish following information:

Name and address of foreign principal

Date acquired

9. In addition to those named in Items 7 and 8, if any, list foreign principals² whom you continued to represent during the 6 month reporting period.

The Government of the Cayman Islands
The Government of Israel
The Government of Panama

10. **EXHIBITS A AND B**

(a) Have you filed for each of the newly acquired foreign principals in Item 8 the following:

Exhibit A ³	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Exhibit B ⁴	Yes <input type="checkbox"/>	No <input type="checkbox"/>

If no, please attach the required exhibit.

(b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during this six month period?

Yes ☐No ☒

If yes, have you filed an amendment to these exhibits?

Yes ☐No ☐

If no, please attach the required amendment.

² The term "foreign principal" includes, in addition to those defined in section 1(b) of the Act, an individual organization any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual. (See Rule 100(a) (9)). A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

³ The Exhibit A, which is filed on form CRM-157 (Formerly OBD-67) sets forth the information required to be disclosed concerning each foreign principal.

⁴ The Exhibit B, which is filed on Form CRM-155 (Formerly OBD-65) sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

III - ACTIVITIES

-
11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 7, 8, and 9 of this statement? Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail your activities and services:

SEE ATTACHMENT C

-
12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity⁵ as defined below? Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates, places, of delivery, names of speakers and subject matter.

SEE ATTACHMENT D

-
13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits any or all of your foreign principals? Yes ☐ No ☒

If yes, describe fully.

⁵ The term "political activities" means any activity that the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting or changing the domestic or foreign policies of the United States or with reference to political or public interests, policies, or relations of a government, a foreign country or a foreign political party.

IV - FINANCIAL INFORMATION

14. (a) RECEIPTS-MONIES

During this 6 month reporting period, have you received from any foreign principal named in Items 7, 8, and 9 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise? Yes ☒ No ☐

If no, explain why.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies⁶

Date	From Whom	Purpose	Amount
------	-----------	---------	--------

SEE ATTACHMENT E

Total

(b) RECEIPTS - FUND RAISING CAMPAIGN

During this 6 month reporting period, have you received, as part of a fund raising campaign⁷, any money on behalf of any foreign principal named in items 7, 8, and 9 of this statement? Yes ☐ No ☒

If yes, have you filed an Exhibit D to your registration? Yes ☐ No ☐

If yes, indicate the date the Exhibit D was filed. Date _____.

(c) RECEIPTS-THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value⁹ other than money from any foreign principal named in Items 7, 8, and 9 of this statement, or from any other source, for or in the interests of any such foreign principal?

Yes ☐ No ☒

If yes, furnish the following information:

Name of foreign principal	Date received	Description of thing of value	Purpose
---------------------------	---------------	-------------------------------	---------

6, 7 A registrant is required to file an Exhibit D if he collects or receives contributions, loans, money, or other things of value for a foreign principal, as part of a fund raising campaign. (See Rule 201(e))

8 An Exhibit D, for which no printed form is provided, sets forth an account of money collected or received as a result of a fund raising campaign and transmitted for a foreign principal.

9 Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

15. (a) DISBURSEMENTS-MONIES

During this 6 month reporting period, have you

- (1) disbursed or expended monies in connection with activity on behalf of any foreign named in Items 7, 8, and 9 of this statement? Yes ☒ No ☐

- (2) transmitted monies to any such foreign principal? Yes ☐ No ☒

If no, explain in full detail why there were no disbursements made on behalf of any foreign principal.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

Date	To Whom	Purpose	Amount
------	---------	---------	--------

SEE ATTACHMENT F

Total

(b) DISBURSEMENTS-THINGS OF VALUE

During this 6 month reporting period, have you disposed of anything of value¹⁰ other than money in furtherance of or in connection with activities on behalf of any foreign principal named in Items 7, 8, and 9 of this statement?

Yes ☐No ☒

If yes, furnish the following information:

Date disposed	Name of person to whom given	On behalf of what foreign principal	Description of thing of value	Purpose
---------------	------------------------------	-------------------------------------	-------------------------------	---------

(c) DISBURSEMENTS-POLITICAL CONTRIBUTIONS

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value¹¹ in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes ☐No ☒

If yes, furnish the following information:

Date	Amount or thing of value	Name of political organization	Name of candidate
------	--------------------------	--------------------------------	-------------------

^{10, 11} Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks" and the like

V - INFORMATIONAL MATERIALS

16. During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any informational materials¹²?
 Yes ☐ No ☒

IF YES, RESPOND TO THE REMAINING ITEMS IN SECTION V.

17. Identify each such foreign principal.

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating informational materials? Yes ☐ No ☐

If yes, identify each such foreign principal, specify amount, and indicate for what period of time.

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of informational materials include the use of any of the following:

- | | | | |
|---|---|--|---|
| <input type="checkbox"/> Radio or TV broadcasts | <input type="checkbox"/> Magazine or newspaper articles | <input type="checkbox"/> Motion picture films | <input type="checkbox"/> Letters or telegrams |
| <input type="checkbox"/> Advertising campaigns | <input type="checkbox"/> Press releases | <input type="checkbox"/> Pamphlets or other publications | <input type="checkbox"/> Lectures or speeches |
| <input type="checkbox"/> Other (specify) _____ | | | |

20. During this 6 month reporting period, did you disseminate or cause to be disseminated informational materials among any of the following groups:

- | | | |
|--|---|---|
| <input type="checkbox"/> Public Officials | <input type="checkbox"/> Newspapers | <input type="checkbox"/> Libraries |
| <input type="checkbox"/> Legislators | <input type="checkbox"/> Editors | <input type="checkbox"/> Educational institutions |
| <input type="checkbox"/> Government agencies | <input type="checkbox"/> Civic groups or associations | <input type="checkbox"/> Nationality groups |
| <input type="checkbox"/> Other (specify) _____ | | |

21. What language was used in the informational materials:

- ☐ English ☐ Other (specify) _____

22. Did you file with the Registration Unit, U.S. Department of Justice a copy of each item of such informational materials disseminated or caused to be disseminated during this 6 month reporting period? Yes ☐ No ☐

23. Did you label each item of such informational materials with the statement required by Section 4(b) of the Act? Yes ☐ No ☐

¹² The term informational materials includes any oral, visual, graphic, written, or pictorial information or matter of any kind, including that published by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, or any means or instrumentality of interstate or foreign commerce or otherwise. Informational materials disseminated by an agent of a foreign principal as part of an activity in itself exempt from registration, or an activity which by itself would not require registration, need not be filed pursuant to Section 4(b) of the Act.

VI--EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

4/22/99

April 22, 1999

(Type or print name under each signature¹³)Joseph B. Tompkins, Jr.
Joseph B. Tompkins, Jr.

¹³ This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

**UNITED STATES DEPARTMENT OF JUSTICE
FARA REGISTRATION UNIT
CRIMINAL DIVISION
WASHINGTON, D.C. 20530**

NOTICE

Please answer the following questions and return this sheet in triplicate with your Supplemental Statement:

1. Is your answer to Item 16 of Section V (Informational Materials - page 8 of Form CRM-154, formerly Form OBD-64-Supplemental Statement):

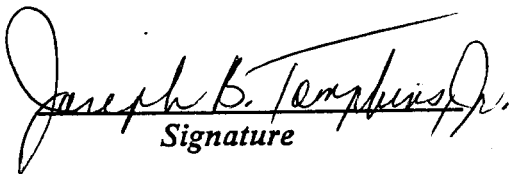
YES _____ or NO X _____

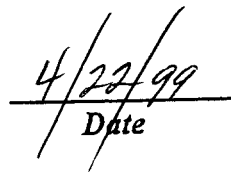
(If your answer to question 1 is "yes" do not answer question 2 of this form.)

2. Do you disseminate any material in connection with your registration:

YES _____ or NO X _____

(If your answer to question 2 is "yes" please forward for our review copies of all material including: films, film catalogs, posters, brochures, press releases, etc. which you have disseminated during the past six months.)


Signature


Date

Joseph B. Tompkins, Jr.
Please type or print name of
signatory on the line above

Partner

Title

RECEIVED
FBI
APR 23 1999

ATTACHMENT A

Persons Ceasing to be Partners of Registrant,
September 14, 1998 - March 13, 1999

<u>Name</u>	<u>Position</u>	<u>Date</u>
Lori H. Dillman	Partner	02/05/99
Daniel S. Dokos	Partner	09/30/98
Joseph S. Ehrman	Partner	12/31/98
Maripat Flood	Partner	02/28/99
Larry G. Gutteridge	Partner	12/31/98
David L. Ridl	Partner	12/16/98
Robert H. Scarborough	Partner	02/28/99
Maxim H. Waldbaum	Partner	02/28/99
James W. Williams	Partner	12/31/98
Clyde F. Willian	Partner	12/31/98

1579 JUN 21 11:25

ATTACHMENT B

Persons Becoming Partners of Registrant,
September 14, 1998 - March 13, 1999

<u>Name</u>	<u>Residence Address</u>	<u>Citizenship</u>	<u>Position</u>	<u>Date Assumed</u>
Ron C. Ben-Yehuda	18218 Wakecrest Dr. Malibu, CA 90265	U.S.A.	Partner	09/14/98
William D. Ellis	429 Sequoia Dr. Pasadena, CA 91105	U.S.A.	Partner	01/04/99
Simon Meng	46C/21 Floor, Repulse Bay Apt. 101 Repulse Bay Rd. Repulse Bay, Hong Kong	France	Partner	12/01/98
Karen A. Popp	2328 37th St., NW Washington, DC 20007	U.S.A.	Partner	11/01/98

ATTACHMENT C

11. Activities by Registrant for Foreign Principals,
September 14, 1998 - March 13, 1999

The Government of the Cayman Islands:

The registrant has provided legal counsel to the Government of the Cayman Islands concerning several legal proceedings in the United States. The registrant has also reviewed legislation and regulations and provided legal advice to the Cayman government with respect to those matters. The registrant also met and had several telephone conversations with representatives of the Department of Justice and the Securities and Exchange Commission on behalf of the Cayman government.

The Government of Israel:

The registrant has provided legal counsel and representation to the Government of Israel regarding the impact of certain U.S. laws and has provided legal assistance in connection with government-to-government matters, including agreements and mutual investigations.

In the course of these activities, employees of the registrant have communicated with officials and employees of the U.S. government. Such communications have consisted of discussions and meetings with individuals in the Department of Justice as discussed in response to question 12 of this Statement.

The Government of Panama:

The registrant has provided legal counsel to the Government of Panama and has, on behalf of that government, communicated in writing and verbally with representatives of the Department of Justice.

ATTACHMENT D

12. Registrant's Political Activities on Behalf of Foreign
Principals
September 14, 1998 - March 13, 1999

The Government of Cayman Islands:

The registrant has provided legal counsel to the Government of the Cayman Islands concerning several legal proceedings in the United States. In addition, the registrant has collected and provided publicly available information to the Government of the Cayman Islands concerning Congressional and Executive Branch activity. Finally, the registrant has had several telephone conversations with John Harris, the Director of the Office of International Affairs in the Criminal Division of the U.S. Department of Justice and with Paul Leder, Deputy Director of the Office of International Affairs at the Securities and Exchange Commission and other representatives of the SEC.

The Government of Israel:

The registrant has provided legal counsel to the Government of Israel concerning the impact of certain U.S. laws and certain government-to-government matters, including agreements and mutual investigations. During the six-month period covered by this Supplemental Statement, partners and employees of registrant have had telephone conversations and meetings with: individuals within the Civil and Criminal Divisions, U.S. Department of Justice and the State Department.

The Government of Panama:

The registrant has provided legal counsel to the Government of Panama and has submitted, on behalf of that government, a petition for sharing of forfeited assets to the U.S. Department of Justice. The petition was submitted to the Office of International Affairs in the Criminal Division. The registrant has had several telephone conversations with personnel from that office and from the Asset Forfeiture Section of the Criminal Division.

ATTACHMENT E

14(a). Receipts of Monies
September 14, 1998 - March 13, 1999

The Government of the Cayman Islands

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
9/23/98	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$17,823.82
12/08/98	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$70,478.97
2/20/99	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$ 1,210.10

The Government of Israel

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
9/29/98	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$ 1,344.91
11/19/98	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$ 6,443.84
12/22/98	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$ 7,769.07
1/29/99	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$ 624.11

The Government of Panama

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$ -0-

ATTACHMENT F

15(a). Disbursements Made on Behalf of Foreign Principals
September 14, 1998 - March 13, 1999

The Government of the Cayman Islands

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
9/14/98 - 3/13/99	Postage, telephone, telex, messenger service, photocopying, document processing and travel.	\$8,334.14

The Government of Israel

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
9/14/98 - 3/13/99	Postage, telephone, telex, messenger service, photocopying, document processing and travel.	\$ 1,019.55

The Government of Panama

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
9/14/98 - 3/13/99	Postage, telephone, telex, messenger service, photocopying, document processing and travel.	\$ -0-